

TORONTO STOCK EXCHANGE

FILING STATEMENT No. 522.

ACCEPTED FOR FILING, DECEMBER 8th. 1960.

STANDARD WIRE AND CABLE LIMITED

Full corporate name of Company

Incorporated under The Corporations Act, 1953 of Ontario by Letters Patent dated October 22, 1954.

Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953 (Ontario) by Letters Patent dated May 1st, 1957).

FILING STATEMENT

JAN 3 1961

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	This statement is filed to advise of various changes in the officers and directors of the Company.																																						
2. Head office address and any other office address.	70 Wingold Avenue, Toronto, Ontario.																																						
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	<u>OFFICERS</u> <table border="1"> <thead> <tr> <th>Name and Address</th> <th>Office</th> <th>Chief occupations for past 5 years.</th> </tr> </thead> <tbody> <tr> <td>Milton Unger, 561 Avenue Rd. Tor.</td> <td>Chairman of the Board and President</td> <td>Business Promoter</td> </tr> <tr> <td>H. W. Knight, Jr. 228 Balmoral Ave. Tor.</td> <td>Vice President</td> <td>Stockbroker</td> </tr> <tr> <td>G. G. Hughes, 33 Cheshire Drive, Islington.</td> <td>Vice President and General Manager</td> <td>Sales Manager</td> </tr> <tr> <td>George W. Vogan 38 Todd Road, Agincourt.</td> <td>Vice President in charge of Sales</td> <td>General Sales Manager</td> </tr> <tr> <td>Miss I. Langridge 140 Hanna Road, Tor.</td> <td>Secretary-Treasurer</td> <td>Secretary</td> </tr> </tbody> </table> <u>DIRECTORS</u> <table border="1"> <thead> <tr> <th>Name</th> <th>Address</th> <th>Chief occupations for past 5 years</th> </tr> </thead> <tbody> <tr> <td>Milton Unger</td> <td>561 Avenue Rd. Toronto.</td> <td>Business Promoter</td> </tr> <tr> <td>H. W. Knight, Sr.</td> <td>561 Avenue Road Toronto.</td> <td>Stockbroker</td> </tr> <tr> <td>H. W. Knight, Jr.</td> <td>228 Balmoral Ave. Toronto.</td> <td>Stockbroker</td> </tr> <tr> <td>Gerson Lublin</td> <td>Yale Club, New York City, New York.</td> <td>Stockbroker</td> </tr> <tr> <td>Miss I. Langridge</td> <td>140 Hanna Road, Toronto</td> <td>Secretary</td> </tr> </tbody> </table>			Name and Address	Office	Chief occupations for past 5 years.	Milton Unger, 561 Avenue Rd. Tor.	Chairman of the Board and President	Business Promoter	H. W. Knight, Jr. 228 Balmoral Ave. Tor.	Vice President	Stockbroker	G. G. Hughes, 33 Cheshire Drive, Islington.	Vice President and General Manager	Sales Manager	George W. Vogan 38 Todd Road, Agincourt.	Vice President in charge of Sales	General Sales Manager	Miss I. Langridge 140 Hanna Road, Tor.	Secretary-Treasurer	Secretary	Name	Address	Chief occupations for past 5 years	Milton Unger	561 Avenue Rd. Toronto.	Business Promoter	H. W. Knight, Sr.	561 Avenue Road Toronto.	Stockbroker	H. W. Knight, Jr.	228 Balmoral Ave. Toronto.	Stockbroker	Gerson Lublin	Yale Club, New York City, New York.	Stockbroker	Miss I. Langridge	140 Hanna Road, Toronto	Secretary
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4. Share capitalization showing authorized and issued and outstanding capital.	Authorized: 79,061 5% cumulative, redeemable, non-voting preference shares par value \$10; 1,000,000 common shares without par value, <u>Issued and Outstanding:</u> 47,115 preference shares; 500,000 common shares.																																						
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	6½% mortgage payable \$2,000 principal monthly to Nov. 23, 1964, principal balance \$100,000. 6% General Mortgage Bonds - due \$25,000 in 1961 and \$50,000 in 1962 - 1968 inclusive. Principal amount outstanding \$375,000. 6 3/4% Five Year land mortgage payable in equal quarterly instalments November 1961 to Nov. 1966.																																						
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	No treasury shares or other securities are now the subject of any underwriting, sale, or option agreement, or of any proposed underwriting, sale or option agreement.																																						
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	not applicable.																																						
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	not applicable																																						

FINANCIAL STATEMENTS

STANDARD WIRE AND CABLE LIMITED
AND WHOLLY OWNED SUBSIDIARY

CONSOLIDATED BALANCE SHEET

AS AT AUGUST 31, 1960

ASSETS

Cash
Accounts receivable
Less: Allowance for doubtful accounts
Inventories - at lower of cost or market
Reels
In hands of customers
In plant - at lower of cost or market
Deferred charges and prepaid expenses
Mortgage receivable

Fixed assets
Land
Plant equipment
Trucks and cars
Office furniture
and equipment

Accumulated depreciation to May 31, 1960
Residual value
\$ 457,337.14
16,444.03
40,309.00
19,300.26
10,336,570.24
22,398.46
22,038.80
\$1,166,438.57
\$1,038,078.28
1,038,078.28

Certified to be correct to the best of our knowledge and belief

Director M. Ungers

Director H.W. Knight, Jr.

Contingent liability re lease (See accompanying auditors' letter).
These statements are to be read in conjunction with the accompanying auditors' letter.

LIABILITIES

Bank advances (secured)
Accounts payable and accrued liabilities
Sales and other taxes
Balance due finance companies (secured)
Customers' deposits on reels
General Motors Bonds 5% payable \$25,000.00 in 1961
and \$50,000.00 per annum 1962 to 1968
Chattel mortgage 6 1/2% payable in equal monthly
installments September 1959 to November 1966
Land mortgage - 6 3/4% payable in equal quarterly
installments November 1961 to November 1966
Loans payable
To shareholders
To others

Capital stock
Authorized
79,061
5% cumulative redeemable
non-voting preference
shares, par value \$10.00
Common shares no par value
1,000,000
Issued
47,115
500,000
Preference shares
Common shares
Balance as at June 1, 1960
Less - Net profit for period
(Statement 2)
Balance as at August 31, 1960

SHAREHOLDERS' EQUITY

471,150.00
563,500.00
1,034,650.00

\$688,582.75
10,039.96
678,492.79

356,157.22
42,053,873.98

INTERIM STATEMENT

Statement 1

STANDARD WIRE AND CABLE LIMITED
AND WHOLLY OWNED SUBSIDIARY

CONSOLIDATED STATEMENT OF OPERATIONS

FOR THE THREE MONTHS ENDED AUGUST 31, 1960

SALES
COST OF SALES
Inventory - June 1, 1960
Purchases
Inventory - August 31, 1960
Direct labour
Manufacturing expenses
Indirect labour
Employee benefits
Supplies
Tools and dies
Travelling
Trucking
Maintenance
Hydro and fuel
Water
Rent
Insurance
Taxes, realty and business
Unemployment insurance
Miscellaneous
Less - Portion absorbed in
production of plant
equipment
GROSS PROFIT
SELLING EXPENSES (Statement 3)
ADMINISTRATIVE EXPENSES (Statement 3)
FINANCIAL EXPENSES (Statement 3)
NET PROFIT
(before providing for depreciation)

\$ 97,678.36
677,304.69
32,958.76
17,950.96
72,956.50
375,000.00
104,000.00
67,937.50
251,950.00
26,684.59
3,712.61
5,803.62
192.81
16.00
213.95
1,234.93
3,205.19
8,331.48
8,861.40
500.00
2,700.00
502.07
417.22
55,098.97
4,484.00
40,614.97
605,758.40
102,558.67
53,883.10
21,236.77
17,848.84
22,463.71
\$ 10,089.96

STANDARD WIRE AND CABLE LIMITED
AND WHOLLY OWNED SUBSIDIARY

CONSOLIDATED STATEMENT OF GENERAL OVERHEAD
FOR THE THREE MONTHS ENDED AUGUST 31, 1960

SELLING EXPENSES		
Sales salaries	\$13,536.42	
Salesmens commissions	18,621.96	
Warehousing costs	339.50	
Shipping wages	8,500.02	
Supplies	95.05	
Advertising and promotion	2,101.96	
Travelling expenses - salesmanager	1,858.25	
- salesmen	3,010.23	
Montreal office expense	2,620.83	
General expense	1,138.03	
Telephone and telex	2,060.85	\$53,883.10
ADMINISTRATIVE EXPENSES		
Executive salaries	3,675.02	
Office salaries	7,434.68	
Office supplies	128.53	
Travelling and entertainment	1,051.48	
Telephone and telex	926.85	
Dues and subscriptions	109.38	
Postage	432.18	
Legal and audit	3,625.00	
General expense	3,853.55	\$21,236.77
FINANCIAL EXPENSES		
Cash discounts allowed	5,527.30	
Bank charges	901.27	
Interest expense	11,048.90	
	17,477.47	
Less - Sundry income	128.63	\$17,348.84

INTERIM STATEMENT

Statement 3

PERLMUTTER, ORENSTEIN, GIDDENS, NEWMAN & Co

CHARTERED ACCOUNTANTS

TORONTO - LONDON

N. PERLMUTTER S. L. ORENSTEIN
M. PERLMUTTER H. GIDDENS
H. PERLMUTTER G. I. NEWMAN
J. KOFMAN
D. MOSS M. GLICKSMAN
S. AISENBERG I. BROWNER
I. G. BERG S. NAYMAN
D. EPSTEIN S. A. BEARD
L. EISEN T. LOLETTE

121 RICHMOND STREET WEST
TORONTO 1, ONT.
TELEPHONE: EMPIRE 3-3044

October 4, 1960.

To the Directors,
Standard Wire and Cable Limited,
70 Wingold Avenue,
Toronto, Ontario.

Gentlemen:

We have reviewed the accompanying Consolidated Balance Sheet and Consolidated Statement of Operations for the three months ended August 31, 1960 and as at closing date thereof.

Our examination of the accounts for the current year is performed on an interim basis throughout the year. It is only at the close of the year, May 31, 1961 that our examination will be sufficiently adequate in scope to permit an expression of opinion. Consequently, we are not able to express an opinion on the accompanying statements which are interim in nature.

During the course of such preliminary work as we performed, nothing came to our attention which would cause us to question the accompanying statements.

No provision has been made in the accompanying statements for the following:

1. The amount (still to be determined) to be paid by the company, as lessee, for a release from the lease on the property in the Township of Etobicoke.
2. Depreciation on fixed assets which, on the basis used in the preceding year, would amount to \$14,596.08 for the period under review.

Respectfully submitted

"PERLMUTTER, ORENSTEIN, GIDDENS, NEWMAN & CO.,"

Chartered Accountants.

9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	Not applicable.
10. Brief statement of company's chief development work during past year.	Not applicable - Company has continued its business of manufacturing and selling electrical wire and cable.
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	Not applicable.
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	Not applicable.
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	No shares of the Company are held in escrow or in pool.
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	Not applicable.
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	Edmund S. Rose, 48 Arjay Cresc., Willowdale, Ont. 52,500 common shares Draper Dobie & Co. Ltd., 25 Adelaide St. W., Toronto, Ont. 51,000 " " H. Hentz & Co., 72 Wall St., New York, N.Y. 31,710 " " David Knight, 228 Balmoral Ave., Toronto, Ont. 25,000 " " Elizabeth Knight, 228 Balmoral Avenue, Toronto, Ont. 25,000 " " The shares registered in the names of Edmund S. Rose, Draper Dobie & Co. Ltd. and H. Hentz & Co. are not beneficially owned by them. Milton Unger owns and/or controls 75,000 common shares of the Company.
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	Present management if they are able to solicit proxies will be in a position materially to affect control of the Company.
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	The Company owns or controls all the issued shares of Beautylink Fence and Wire Limited, a private Ontario Company, which were issued to it for \$1,000. There is no market value for these shares which in any case are not worth more than \$1,000.
18. Brief statement of any lawsuits pending or in process against company or its properties.	Except for the claim of Transmetro Properties Limited arising out of the termination of the purchase lease back presently the subject matter of negotiations and an outstanding account of Fischbach and Moore of Canada, Limited which is also the subject matter of negotiation, there are no lawsuits pending or in process against the Company or its properties.
19. Statement of any other material facts and if none, so state.	There are no other material facts.

CERTIFICATE OF THE COMPANY

DATED November 2, 1960

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"M. Unger"

"H.W. Knight, Jr"

STANDARD WIRE AND CABLE LIMITED
By Milton Unger CORPORATE
SEAL

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)